

48

*Railcar
Leasing
Specialists*

May 17, 1993

3-140A005

Ms. Mildred Lee
Room 2303
ICC Recordations
Interstate Commerce Commission
12th and Constitutional Avenue NW
Washington, D. C. 20423

18241
RECORDATION NO. FILED 1425

MAY 20 1993 3:40 PM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Lee:

On March 31, 1993, Railcar Leasing Specialists, Inc. located at 719 Tenth Street, Wilmette, Illinois 60091 entered into an agreement to purchase three (3) used tank cars from General Electric Railcar Leasing Services Corporation located at 33 West Monroe Street, Chicago, Illinois 60603.

Attached is an original Bill of Sale and my notarized signature on a copy of the Bill of Sale attesting that it is a true copy of the original.

Please find a check enclosed in the amount of \$48.00 to cover the cost of recording this document along with two other documents also enclosed.

If you have any questions or comments, please contact me at (708) 256-2042.

Thank you for your cooperation.

Sincerely,



Dennis L. Amick
President

Enclosures:

MAY 20 3 31 PM '93
MOTOR OPERATING UNIT

719 Tenth Street · Wilmette, Illinois 60091 · 708-256-2042

Interstate Commerce Commission
Washington, D.C. 20423

5/21/93

OFFICE OF THE SECRETARY

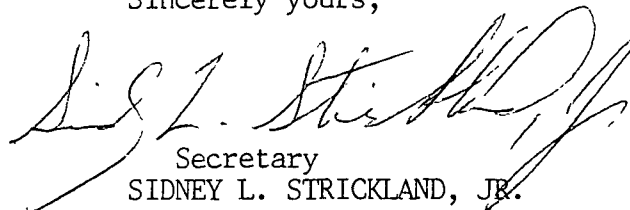
Dennis L. Amick
President

Railcar Leasing Specialists
749 Tenth Street
Wilmette, IL. 60094

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,
on **5/20/93** at **3:40pm**, and assigned
recordation number(s). **18241, 18242 & 18243**

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

MAY 20 1993 3:40 PM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

IN CONSIDERATION of the receipt of the sum of One Dollar (\$1.00), in hand paid, and for other good and valuable consideration, GENERAL ELECTRIC RAILCAR LEASING SERVICES CORPORATION, a Delaware corporation with an address at 33 West Monroe Street, Chicago, Illinois 60603 ("Seller"), does hereby sell, assign, transfer and convey absolutely to RAILCAR LEASING SPECIALISTS, INC., an Illinois corporation with AN ADDRESS AT 719 Tenth Street, Wilmette, IL 60091, ("Buyer"), all right, title, and interest in and to the railway rolling stock more specifically described on Schedule 1 attached hereto and made a part hereof (the "Railcars"), and all appurtenant rights relating thereto. BUYER AGREES THAT THE RAILCARS ARE BEING SOLD TO BUYER BY SELLER ON AN "AS-IS, WHERE-IS" BASIS, WITH ALL FAULTS, AND THAT NO COVENANT, WARRANTY OR REPRESENTATION OF ANY KIND WHATSOEVER HAS BEEN OR IS GIVEN OR TO BE IMPLIED ON THE PART OF SELLER IN RELATION TO THE RAILCARS, THEIR CAPACITY, AGE, QUALITY, DESCRIPTION, STATE, CONDITION, VALUE, WORKMANSHIP, DESIGN, CONSTRUCTION, USE, OPERATION, PERFORMANCE OR COMPLIANCE WITH ANY SPECIFICATIONS OR LAWS, OR TO THE MERCHANTABILITY OR SUITABILITY OF THE RAILCARS OR THEIR FITNESS FOR ANY USE OR PARTICULAR PURPOSE, OR AS TO THE ABSENCE OF LATENT OR OTHER DEFECTS (WHETHER OR NOT DISCOVERABLE). Seller warrants only that upon payment of the purchase price and receipt of this Bill of Sale, Buyer shall receive good and valuable title to the Railcars free and clear of all claims, liens and encumbrances of any kind arising by, through or under Seller, except for current taxes, which may be due and payable, but not yet delinquent. Seller agrees to file all property tax reports and pay all taxes that may be due and payable prior to the date of title transfer to the Buyer. Seller also agrees to indemnify Buyer and hold it harmless from and against any and all loss, cost, damage or exposure, including reasonable attorney fees, that it may suffer as a result of any claims, suits, demands, actions, causes of action, recoveries or judgments arising out of any claim of title to the equipment or any lien thereon provided such may be related to the transfer hereby.

Dated this 31st day of March, 1993.

GENERAL ELECTRIC RAILCAR LEASING
SERVICES CORPORATION

By: *T. B. Williams*

Its: *Lee P. ...*

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STATE OF ILLINOIS)
COUNTY OF COOK)

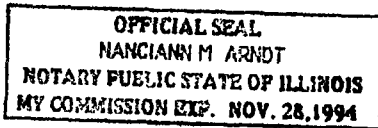
ss:

On this 31st day of March, 1993, before me personally appeared Peter Urban, to me personally known, who, being by me duly sworn, says that he is Vice President of GENERAL ELECTRIC RAILCAR LEASING SERVICES CORPORATION, and that the foregoing Bill of Sale was signed on behalf of said corporation by authority of its Board of Directors. Further, he acknowledged that the execution of the foregoing Bill of Sale was the free act and deed of said corporation.

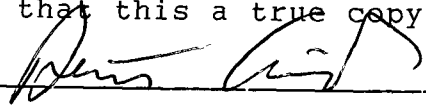
Nanciann M Arndt
Notary Public

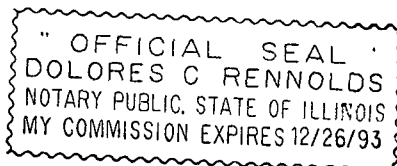
[Notarial Seal]

My commission expires:



I attest that this a true copy of the original.

signed: 



Dolores C. Rennolds

SCHEDULE 1
THE RAILCARS

NATX 72486

NATX 72487

NATX 72488

Total: 3 Railcars